

)	
In the Matter of)	
)	
MASERGY COMMUNICATIONS, INC.)	
)	
Application for authority pursuant)	File No. _____
to Section 214 of the)	
Communications Act of 1934,)	
as amended, for global authority)	
to operate as an international)	
facilities-based and resale carrier)	
)	

MASERGY COMMUNICATIONS, INC. ("MASERGY"), hereby requests authority, pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. Section 214 (1982), and Section 63.18 of the Commission's Rules, 47 C.F.R. Section 63.18, to provide global international facilities-based and resale services between the United States and international points.

MASERGY is a relatively newly-formed corporation organized to provide a broad range of communications services and enhanced services to address the challenges enterprise managers face in managing their business software and other communications needs. MASERGY is deploying an integrated multi-service IP platform that will provide real-time, reliable and secure connectivity. In order to meet its customers needs for global connectivity, MASERGY seeks authority from the Commission to provide international telecommunications services to, from and within the United States.

Although formed only recently, MASERGY's management team draws from a wealth of experience in the telecommunications field.

MASERGY intends to serve customers in the United States through a combination of facilities-based and resale operations. Through grant of this application, the Commission will serve the public interest, convenience and necessity by promoting competition in the international services market. Competition will benefit U.S. consumers by increasing service options and lowering prices. Thus, the public interest will be well-served by the prompt grant of Section 214 authority to MASERGY as requested herein.

Section 63.18 Information

The following information is submitted, as required by Section 63.18 of the Commission's Rules, in support of MASERGY's request for authorization.

- (a) The name, address and telephone number of the applicant is:

MASERGY COMMUNICATIONS, INC.
600 East Las Colinas Boulevard Suite 1340
Irving, Texas 75039
(214) 442-5700
(214) 442-5755 (facsimile)

- (b) MASERGY is a corporation organized under the laws of the state of Delaware.

- (c) Correspondence concerning this application should be sent to:

Kaye Elliott
MASERGY COMMUNICATIONS, INC.
2901 Telestar Court Floor 2
Falls Church, VA 22042
(703) 846-0167
(703) 846-0145 (facsimile)
kelliott@masergy.com

and

Stephen L. Goodman
Halprin, Temple, Goodman & Maher
555 12th Street, N.W. Suite 950 North
Washington, D.C. 20004
(202) 371-9100
slg@htgm.com

- (d) MASERGY has not received authority previously under Section 214 of the Communications Act.
- (e) (1) MASERGY requests global facilities-based Section 214 authority pursuant to the terms and conditions of Section 63.18(e)(1) of the Commission's Rules. MASERGY requests such authority for all international routes authorized by the Commission. MASERGY certifies that it will comply with the terms and conditions of Sections 63.21 and 63.22 of the Commission's Rules.
- (2) MASERGY also requests Section 214 authority to resell the international services of authorized U.S. common carriers pursuant to Section 63.18(e)(2) of the Commission's Rules. MASERGY requests such authorization for all international routes authorized by the Commission. MASERGY certifies that it will comply with the terms and conditions contained in Sections 63.21 and 63.23 of the Commission's Rules.
- (3) Not Applicable¹
- (4) Not Applicable

¹ Although MASERGY is acquiring some of the assets of Zephion Networks Communications, Inc. ("Zephion") through the bankruptcy process, MASERGY did not acquire Zephion's FCC authorizations.

(f) At this time, MASERGY seeks authority to provide only the services referenced under Section 63.18(e) of the Commission's Rules.

(g) MASERGY affirms that an authorization of the facilities requested pursuant to Section 63.18(e) of the Commission's Rules is categorically excluded as defined by Section 1.1306 of the Commission's Rules.

(h) The name, address, citizenship and principal business of any 10% or greater direct or indirect shareholders of MASERGY are as follows:

Name: Meritage Private Equity Funds
Ownership: 31.2%
Address: 1600 Wynkoop, Suite 300
Denver CO 80202
Citizenship: United States
Principal Business: Investment company

Name: Lightspeed Venture Partners
Ownership: 13.4%
Address: 2882 Sand Hill Road
Suite 106
Menlo Park, CA 94025
Citizenship: United States
Principal Business: Investment company

Name: Centennial Ventures
Ownership: 24.3%
Address: 1428 Fifteenth Street
Denver CO 80202
Citizenship: United States
Principal Business: Investment company

Name: Kleiner Perkins
Ownership: 19.2%
Address: 2750 Sand Hill Road
Menlo Park, CA 94025
Citizenship: United States
Principal Business: Investment company

- (i) MASERGY certifies that it has no interlocking officers and directors with its investors or other corporations (other than affiliated corporations). MASERGY also certifies that it is not a foreign carrier, and is not affiliated with any foreign carriers.²
- (j) MASERGY certifies that does not seek to provide international telecommunications services to any country where it is a foreign carrier or an affiliate of a foreign carrier.
- (k) Not applicable
- (l) Not applicable
- (m) Not applicable
- (n) MASERGY certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
- (o) MASERGY, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules (implementing the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853a), that no party to this application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
- (p) MASERGY is entitled to streamlined processing of this application pursuant to Sections 63.12(c)(1)(ii) of the Commission's Rules, because it qualifies for the

² MASERGY does intend to provide service in certain markets in Europe, and will notify the Commission of any foreign carrier affiliations that develop.

presumption of non-dominance under Section 63.10(a)(3) of the Commission's Rules.

CONCLUSION

For the reasons set forth above, MASERGY respectfully submits that the public interest, convenience and necessity would be furthered by a prompt grant of this Section 214 application.

Respectfully submitted,

/s/
Stephen L. Goodman
Halprin, Temple, Goodman & Maher
555 12th Street, N.W. Suite 950 North
Washington, D.C. 20004
(202) 371-9100

Counsel for MASERGY
COMMUNICATIONS, INC.

Dated: August 20, 2001

CERTIFICATION OF APPLICANT

On behalf of MASERGY COMMUNICATIONS, INC., I hereby certify that the statements in the foregoing Application for Section 214 authority are true, complete, and correct to the best of my knowledge and are made in good faith.

MASERGY COMMUNICATIONS, INC.

By: _____/s/_____

Name: G. Mark McCann

Title: Director of Carrier Relations

Date: August 20, 2001